## **Claims**

A compound of the formula II

wherein

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one of R<sup>1</sup> and R<sup>2</sup> is halo and the other is H or halo;

R<sup>3</sup> is C<sub>1</sub>-C<sub>5</sub> straight or branched chain, optionally fluorinated, alkyl;

R4 is H; or

10 R<sup>3</sup> together with R<sup>4</sup> defines

a spiro- $C_5$ - $C_7$  cycloalkyl, optionally substituted with 1 to 3 substituents selected from halo, hydroxyl,  $C_1$ - $C_4$  alkyl or  $C_1$ - $C_4$  haloalkyl; or optionally bridged with a methylene group; or

a  $C_4\text{-}C_6$  saturated heterocycle having a hetero atom selected from

O, NRa, S, S(=O)<sub>2</sub> ;

R<sup>5</sup> is independently selected from H or methyl;

E is -C(=O),  $-S(=O)_{m-}$ ,  $-NR^5S(=O)_{m-}$ ,  $-NR^5C(=O)$ -, -OC(=O)-,

 $R^6$  is a stable, optionally substituted, monocyclic or bicyclic, carbocycle or hetorocycle wherein the or each ring has 4, 5 or 6 ring atoms and 0 to 3 hetero atoms selected from S, O and N and wherein the optional substituents comprise 1 to 3 members selected from  $R_7$ ;

 $R_7$  is independently selected from halo, oxo, nitrile, nitro,  $C_1$ - $C_4$  alkyl, -XNRaRb, -XNRbR<sup>9</sup>, -NRbC<sub>1</sub>- $C_4$ alkylR<sup>9</sup>, NH<sub>2</sub>CO-, X-R<sup>9</sup>, X-O-R<sup>9</sup>, O-X-R<sup>9</sup>, X-C(=O)R<sup>9</sup>, X-(C=O)NRaR<sup>9</sup>, X-NRbC(=O)R<sup>9</sup>, X-NHSO<sub>m</sub>R<sup>9</sup>, X-S(=O)<sub>m</sub>R<sup>9</sup>, X-C(=O)OR<sup>9</sup>, X-NRbC(=O)OR<sup>9</sup>;

 $R_9$  is independently H,  $C_1$ - $C_4$  alkyl,  $C_3$ - $C_6$  cycloalkyl, pyrrolidinyl, piperidinyl, morpholinyl, thiomorpholinyl, piperazinyl, indolinyl, pyranyl, thiopyranyl, furanyl, thienyl, pyrrolyl, oxazolyl, isoxazolyl, thiazolyl, imidazolyl, pyridinyl, pyrimidinyl, pyrazinyl, indolyl, phenyl, any of which is optionally substituted with  $R^{10}$ :

 $R_{10}$  is independently selected from hydroxy,  $XR^9$ , -XNRaRb, -XNRbR $^9$ , -NRbC $_1$ -C $_4$ alkylR $^9$ , nitro, cyano, carboxy, oxo, C $_1$ -C $_4$  alkyl, C $_1$ -C $_4$ -alkoxy, C $_1$ -C $_4$  alkanoyl, carbamoyl;

X is independently a bond or C<sub>1</sub>-C<sub>4</sub> alkyl;

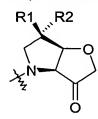
5 Ra is independently H, C<sub>1</sub>-C<sub>4</sub> alkyl or CH<sub>3</sub>C(=O);

Rb is independently H, or C<sub>1</sub>-C<sub>4</sub> alkyl

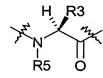
m is independently 0,1 or 2;

or a pharmaceutically acceptable salt or prodrug thereof.

10 2. A compound according to claim 1, wherein the stereochemistry is as depicted in the partial structure below:



3. A compound according to claim 1, wherein the stereochemistry is as depicted in the partial structure below:



- 4. A compound according to claim 1, wherein R<sup>2</sup> is halo and R<sup>1</sup> is H.
- 5. A compound according to claim 4, wherein R<sup>2</sup> is fluoro.

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- 6. A compound according to claim 1, wherein R<sup>1</sup> and R<sup>2</sup> are fluoro.
- 7. A compound according to claim 1, wherein R<sup>3</sup> is C<sub>1</sub>-C<sub>4</sub> branched chain alkyl.
- 25 8. A compound according to claim 7, wherein R<sup>3</sup> is iso-butyl.

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- 9. A compound according to claim 1, wherein R<sup>3</sup> and R<sup>4</sup> together define spirocycloalkyl.
- 10. A compound according to claim 9, wherein R<sup>3</sup> and R<sup>4</sup> together define 5 spirocyclohexyl.
  - 11. A compound according to claim 1, wherein R<sup>5</sup> is H.
  - 12. A compound according to claim 1, wherein E is -C(=O)-.
  - 13. A compound according to claim 1, wherein R<sup>6</sup> is substituted phenyl.
  - 14. A compound according to claim 13, wherein the substituent comprises -NRaRb, CH<sub>2</sub>NRaRb, -NRbR<sup>9</sup>, -NRbC<sub>1</sub>-C<sub>4</sub>alkylR<sup>9</sup>, C<sub>1</sub>-C<sub>4</sub> straight or branched alkyl or -O-R<sup>9</sup>.
  - 15. A compound according to claim 14, wherein the substituent comprises -NH-CH<sub>2</sub>phenyl, -NHCH<sub>2</sub>pyridyl or -NH-phenyl, wherein each phenyl or pyridyl ring is substituted with C<sub>1</sub>-C<sub>4</sub>-alkyl, -NRaRb, -NRbR<sup>9</sup> or -NRbC<sub>1</sub>-C<sub>4</sub>alkylR<sup>9</sup>.
- 16. A compound according to claim 13, wherein the substituent comprises C<sub>3</sub>-C<sub>6</sub> cycloalkyl, pyrrolidinyl, piperidinyl, morpholinyl, thiomorpholinyl, piperazinyl, indolinyl, pyranyl, thiopyranyl, furanyl, thienyl, pyrrolyl, oxazolyl, isoxazolyl, thiazolyl, imidazolyl, pyridinyl, pyrimidinyl, pyrazinyl, indolyl, phenyl, any of which is optionally substituted with R<sup>10</sup>.
  - 17. A compound according to claim 16, wherein the substituent is selected from indolinyl, pyranyl, thiopyranyl, pyrrolyl, oxazolyl, isoxazolyl, thiazolyl, imidazolyl, pyridinyl, pyrimidinyl, pyrazinyl, indolyl, any of which is optionally substituted with R<sup>10</sup>.
- 30 18. A compound according to claim 17, wherein the substituent is thiazolyl, 5-methyl-thiazolyl or thienyl, optionally substituted with R<sup>10</sup>.
  - 19. A compound according to claim 18, wherein the substituent is thiazol-4-yl, 5-methylthiazol-4-yl or thien-2-yl, optionally substituted with R<sup>10</sup>.

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- 20. A compound according to claim 18, wherein the thiazolyl, 5-methylthiazolyl or theinyl is substituted with morpholinyl, morpholinylmethyl-, piperidinyl, piperidinylmethyl, piperazinyl, piperazinylmethyl, any of which is substituted with  $C_1$ - $C_3$  alkyl, fluoro, difluoro or  $C_1$ - $C_3$  alkyl-O- $C_1$ - $C_3$ alkyl-.
- 21. A compound according to claim 20, wherein the substituent to the thiazolyl, 5-methylthiazolyl or thienyl is piperid-4-yl which is substituted with methyl, piperazinyl which is N-substituted with  $C_1$ - $C_3$  alkyl or methyloxyethyl-, -or piperid-1-ylmethyl- which is unsubstituted or 4-substituted with fluoro or di-fluoro.
- 22. A compound according to claim 13, wherein the substituent comprises a morpholine, piperidine or piperazine ring, optionally substituted with R<sup>10</sup>.
- 15 23. A compound according to claim 22 comprising piperid-4-yl or N-piperazinyl, N-substituted with Ra or piperidin-1-yl which is 4-substituted with -NRaRb.
  - 24. A compound according to claim 1, wherein  $\mathsf{R}^6$  is optionally substituted: benzothiazol or benzofuryl or benzoxazolyl.
  - 25. A compound according to claim 24, wherein the substituent is  $-OR^9$ ,  $-OXR^9$ ,  $-NRbR^9$  or  $-NRbXR^9$ .
- 26. A compound according to claim 25, wherein R<sup>9</sup> is piperid-4-yl, piperazin-1-yl or piperidin-1-yl or morpholino, any of which is substituted with C<sub>1</sub>-C<sub>3</sub> alkyl.
  - 27. A compound according to claim 26, wherein the optional substituent to R<sup>6</sup> is N-morpholinylethyloxy, N-methylpiperid-4-yloxy, or N-methylmorpholin-3-ylmethyloxy.
- 30 28. A pharmaceutical composition comprising a compound as defined in any of claims 1 to 27 and a pharmaceutically acceptable carrier or diluent therefor.

- Use of a compound as defined in any of claims 1-27 in the manufacture of a medicament for the treatment of disorders mediated by cathepsin K.
- 30 Use according to claim 29, wherein the disorder is selected from:

5 osteoporosis,

gingival diseases such as gingivitis and periodontitis,

Paget's disease,

hypercalcaemia of malignancy

metabolic bone disease

diseases characterised by excessive cartilege or matrix degradation, such as osteoarthritis and rheumatoid arthritis.

bone cancers including neoplasia,

pain.